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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

	)	
In re:	)	Chapter 11
	)	
SBARRO LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 14-10557 (MG)
	)	
Debtors.	)	Jointly Administered
	)	<b>Re: Docket Nos. 11, 13, 29, 122, 143</b>

**NOTICE OF (I) COMBINED HEARING ON (A) DISCLOSURE STATEMENT  
AND (B) CONFIRMATION OF THE PLAN OF REORGANIZATION  
AND RELATED MATTERS AND (II) CANCELLATION OF AUCTION**

**PLEASE TAKE NOTICE** that the previously adjourned hearing<sup>2</sup> to consider the Debtors' Disclosure Statement and confirmation of the Plan has been scheduled for

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Sbarro LLC (1939); Carmela's, LLC (8088); Carmela's of Kirkman LLC (7703); Carmela's of Kirkman Operating, LLC (1182); Corest Management, Inc. (9134); Cucinova Easton LLC (4874); Cucinova Holdings LLC (2698); Cucinova Kenwood LLC (9558); Cucinova Olentangy LLC (8264); Demefac Leasing Corp. (2379); Larkfield Equipment Corp. (7947); Las Vegas Convention Center LLC (7645); New Sbarro Finance, Inc. (6440); New Sbarro Intermediate Holdings, Inc. (9105); Sbarro America, Inc. (9130); Sbarro America Properties, Inc. (9540); Sbarro Blue Bell Express LLC (1419); Sbarro Commack, Inc. (4007); Sbarro Express LLC (0253); Sbarro Holdings, Inc. (7352); Sbarro New Hyde Park, Inc. (6185); Sbarro of Las Vegas, Inc. (2853); Sbarro of Longwood, LLC (0328); Sbarro of Virginia, Inc. (2309); Sbarro Pennsylvania, Inc. (3530); Sbarro Properties, Inc. (9541); Sbarro Venture, Inc. (3182); Sbarro's of Texas, Inc. (5139); Umberto at the Source, LLC (8024); Umberto Deer Park, LLC (8728); Umberto Hauppauge, LLC (8245); Umberto Hicksville, LLC (0989); Umberto Huntington, LLC (8890); and Umberto White Plains, LLC (8159). The Debtors' service address is: 401 Broadhollow Road, Melville, New York 11747.

<sup>2</sup> See Order (A) Scheduling an Objection Deadline and Combined Hearing on Debtors' Disclosure Statement and Plan Confirmation, (B) Approving Form and Notice of Confirmation Hearing, (C) Establishing Procedures for Objections to the Disclosure Statement and the Plan, (D) Approving Solicitation Procedures, and (E) Granting Related Relief [Docket No. 65] (the "**Scheduling Order**"); Notice of Adjournment of Combined Hearing on (A) Disclosure Statement and (B) Confirmation of Plan of Reorganization and Related Matters [Docket No. 171].

**May 19, 2014 at 10:00 a.m. (Prevailing Eastern Time)** and will be held before the Honorable Martin Glenn, at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 501, New York, New York 10004.<sup>3</sup>

**PLEASE TAKE FURTHER NOTICE** that the deadline for objections to the Disclosure Statement or the Plan (the “*Objections*”) has been extended to **May 12, 2014 at 5:00 p.m. (Prevailing Eastern Time)** (the “*Objection Deadline*”). Objections, if any, shall set forth the basis for the objection and the specific grounds therefore and shall be filed with the Court electronically in accordance with General Order M-399, by registered users of the Court’s case filing system (the User’s Manual for the Electronic Case Filing System can be found at <http://www.nysb.uscourts.gov>, the official website for the Court), with a hard copy delivered directly to chambers pursuant to Local Bankruptcy Rule 9028-1 and served, so as to be actually received no later than the Objection Deadline, upon: (a) the Debtors, 401 Broadhollow Road, Melville, New York 11747, Attn: Stuart Steinberg; (b) counsel for the Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Nicole L. Greenblatt, Esq. and David S. Meyer, Esq.; (c) the agent for the Debtors’ prepetition secured lenders and postpetition secured lenders, Cantor Fitzgerald, 499 Park Avenue, New York, New York 10022, Attn: Nils Horning, Esq. and John Stelwagon; (d) counsel to the agent for the Debtors’ prepetition secured lenders and postpetition secured lenders, Milbank, Tweed, Hadley & McCloy LLP, One Chase Manhattan Plaza, New York, New York, 10005, Attn: Evan Fleck, Esq. and Brian Sturm, Esq. (e) proposed counsel to the Official Committee of Unsecured Creditors, Cooley LLP, 1114 Avenue of the Americas, New York, New York, 10036, Attn: Jay Indyke, Esq. and Cathy Hershcopf, Esq.; (f) the Office of the United States Trustee for the Southern District of New York, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, New York 10014, Attn: Paul K. Schwartzberg, Esq. and (g) those parties requesting notice pursuant to Bankruptcy Rule 2002.

**PLEASE TAKE FURTHER NOTICE** that, as announced on the record at the Debtors’ April 25, 2014 omnibus hearing, with respect to the Plan overbid process, the Debtors did not receive any qualified preliminary indications of interest by the April 14, 2014 deadline established by the *Order (A) Approving Procedures for Alternative Restructuring Transaction Proposals, (B) Scheduling Proposal Deadlines and an Auction, and (C) Approving the Form and Manner of Notice Thereof* [Docket No. 143]. Accordingly, the Debtors, in consultation with their lenders and the official committee of unsecured creditors, have decided to proceed directly to confirmation of the Plan without continuing the auction process.

**PLEASE TAKE FURTHER NOTICE** that copies of the pleadings filed in these chapter 11 cases and orders entered by the Court may be obtained free of charge by visiting the website of Prime Clerk LLC at <http://cases.primeclerk.com/sbarro>. You may also obtain copies of any pleadings by visiting the Court’s website at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

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<sup>3</sup> Capitalized terms used, but not otherwise defined herein shall have the meaning ascribed to them in the Scheduling Order.

Dated: April 28, 2014  
New York, New York

*/s/ Nicole L. Greenblatt*

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